

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF NEW JERSEY**

	:	Master File No.
In re:	:	98-CV-1664 (WHW)
	:	
CENDANT CORPORATION	:	This document relates to:
SECURITIES LITIGATION	:	all actions except the Prides
	:	Action (No. 98-2819)

**LEAD PLAINTIFFS' SUPPLEMENTAL MEMORANDUM OF LAW  
IN FURTHER SUPPORT OF  
APPROVAL OF SETTLEMENT WITH HEFFLER RADETICH & SAITTA, L.L.P.**

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April 16, 2013

Lead Plaintiffs, the New York State Common Retirement Fund, the California Public Employees' Retirement System and the New York City Pension Funds, by and through their counsel Bernstein Litowitz Berger & Grossmann LLP ("Co-Lead Counsel"), and on behalf of the Class, respectfully submit this Supplemental Memorandum of Law in further support of their motion for final approval of the proposed settlement (the "Settlement") between Lead Plaintiffs and the Claims Administrator, Heffler Radetich & Saitta, L.L.P. ("Heffler").<sup>1</sup>

As detailed in Lead Plaintiffs' opening papers (ECF Nos. 1816-18), they reached a Settlement with Heffler that provides for the payment of \$1,100,000 by Heffler for the benefit of the Class and the release of any claims against Heffler in connection with its approval and payment of the Fraudulent Claims from the Cendant Class Settlement Fund or any other claims arising out of Heffler's role in processing the claims in this Action.<sup>2</sup> By order dated December 31, 2012 (ECF No. 1820), the Court, among other things, directed that the Notice of Proposed Settlement of Possible Claims Against Claims Administrator (the "Notice") be provided to Class Members who, pursuant to prior orders of the Court, have a continuing interest in the proceeds of the settlements achieved in this Action.

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<sup>1</sup> Unless otherwise defined, all capitalized words or phrases used herein have the meaning set forth in the Stipulation and Agreement of Settlement (ECF No. 1818) (the "Stipulation") filed with the Court on October 5, 2012.

<sup>2</sup> The Stipulation also provides that the \$1,100,000 settlement amount may be increased, up to a maximum of \$1,350,000, if a claim asserted against Heffler concerning the approval and payment of fraudulent claims in the BankAmerica Action, which were submitted to Heffler as part of the same criminally fraudulent scheme, settles before trial for more than \$300,000. *See* Stipulation ¶ 3.

Additionally, pursuant to the terms of the Stipulation (*see* Stipulation ¶ 4), Heffler was required to make every effort to apportion any available restitution funds recovered by the government in its criminal proceedings to this Action and the BankAmerica Action (a second class action that fell victim to the fraudulent scheme) in proportion to the classes' respective losses. Of the \$1,735,980.44 that was deposited in escrow, \$1,440,690.17 was allocated to this Action and included in the Fourth Distribution sent to Class Members.

The Notice, which apprised Class Members of their right to object to the proposed Settlement and the April 9, 2013 deadline to submit objections, was mailed on January 18, 2013 in accordance with the provisions of the December 31, 2012 Order to all 28,943 Class Members who were entitled to receive a fourth distribution from the proceeds of the settlements achieved. *See* Affidavit of Edward J. Sincavage Regarding Dissemination of Notice, dated April 16, 2013 (“Sincavage Aff.”) submitted herewith at ¶ 2 and Exhibit A thereto at ¶ 12. Additionally, copies of the Notice, the Stipulation and Lead Plaintiffs’ initial motion papers in support of the Settlement were posted on the page of Heffler’s website pertaining to the Action, [www.hefflerclaims.com/cases/cen](http://www.hefflerclaims.com/cases/cen), by January 18, 2013. Sincavage Aff. at ¶ 3. These documents were also posted on Co-Lead Counsel’s website, [www.blbglaw.com](http://www.blbglaw.com), by January 18, 2013.

Lead Plaintiffs are pleased to advise the Court that **not a single objection** to the Settlement has been received. The lack of any objections weighs heavily in favor of this Court’s final approval of the Settlement. *See, e.g., In re Schering-Plough Corp. Enhance ERISA Litig.*, Civil Action No. 08-1432 (DMC)(JAD), 2012 WL 1964451, at \*4 (D.N.J. May 31, 2012) (the lack of any objections “mitigates strongly in favor of a finding that the Settlement is fair and reasonable”); *In re AT&T Corp. Sec. Litig.*, Civ. No. 00-5364 (GEB), 2005 WL 6716404, at \*4 (D.N.J. Apr. 25, 2005) (“the absence of a single objection by a Class Member to the settlement . . . strongly weighs in favor of approval”); *In re Ins. Brokerage Antitrust Litig.*, 282 F.R.D. 92, 103 (D.N.J. 2012) (“the small number of objections by Class Members to the Settlement weighs in favor of approval”).

**CONCLUSION**

For the foregoing reasons and the reasons set forth in Lead Plaintiffs' initial Memorandum of Law (ECF No. 1817), Lead Plaintiffs respectfully request that the Court approve the proposed Settlement as fair, reasonable and adequate.

Dated: New York, New York  
April 16, 2013

Respectfully submitted,

s/ Michael D. Blatchley

Max W. Berger

Michael D. Blatchley

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